

EXECUTED IN 6 COUNTERPARTS  
OF WHICH THIS IS NO. 5

RECORDATION NO. 7728-A Filed & Recorded

SUPPLEMENTAL AGREEMENT

JAN 28 1975 - 12 55 PM

INTERSTATE COMMERCE COMMISSION

THIS SUPPLEMENTAL AGREEMENT, dated as of February 1, 1975, by and between GENERAL ELECTRIC COMPANY, a New York corporation (Manufacturer), and THE CHESAPEAKE AND OHIO RAILWAY COMPANY, a Virginia corporation (C&O);

W I T N E S S E T H :

WHEREAS, the Manufacturer and C&O are parties to a certain Agreement dated as of November 1, 1974 (Agreement), under which the Manufacturer agreed to give to C&O temporary custody and possession of the 10 3000 H.P. Model U30B Locomotives described herein, which Agreement is of record in the office of the Interstate Commerce Commission under Recordation No. 7728; and

WHEREAS, the parties hereto desire to make certain amendments to the Agreement;

NOW, THEREFORE, in consideration of the premises the parties hereto agree as follows:

(1) The date "January 1, 1975" appearing on page 1 of the Agreement is hereby amended to read "March 1, 1975".

(2) The date "March 1, 1975" appearing in two places, on pages 1 and 2, respectively, of the Agreement is hereby amended to read "April 1, 1975".

(3) Except as changed and amended hereby, the Agreement shall remain unaltered and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this  
instrument to be duly executed as of the date first above written.

Attest:

J. T. Hylle  
Attesting Secretary

GENERAL ELECTRIC COMPANY

By [Signature]  
Manager--Marketing  
Locomotive Products Department

Attest:

Peterson J. Mearns  
Assistant Secretary

THE CHESAPEAKE AND OHIO RAILWAY COMPANY

By L. C. [Signature]  
Assistant Vice-President  
and Treasurer

APPROVED AS TO FORM  
C. C. Kimball  
1/21/75

COMMONWEALTH OF PENNSYLVANIA)

COUNTY OF ERIE

SS:

On this 23<sup>rd</sup> day of January, 1975, before me personally appeared C. S. BRESSLER, to me personally known, who, being by me duly sworn, says that he is Manager--Marketing, Locomotive Products Department, of GENERAL ELECTRIC COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Margaret M. Frew  
MARGARET M. FREW, Notary Public  
Erie, Erie Co., Pa.  
My Commission Expires June 7, 1976

STATE OF OHIO )

COUNTY OF CUYAHOGA)

SS:

On this 25<sup>th</sup> day of January, 1975, before me personally appeared L. C. ROIG, JR., to me personally known, who, being by me duly sworn, says that he is Assistant Vice-President and Treasurer of THE CHESAPEAKE AND OHIO RAILWAY COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Clara Masuga  
CLARA MASUGA  
Notary Public, Cuyahoga County, Ohio  
My Commission Expires April 21, 1979